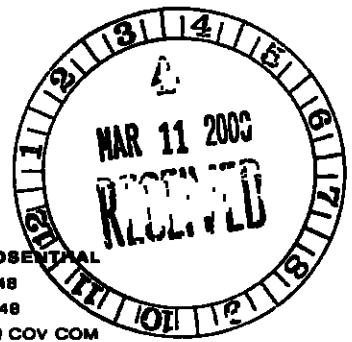


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March 11, 2009

224665

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BY HAND

The Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

Re Docket No 42113, Arizona Electric Power Cooperative, Inc v
BNSF Railway Company and Union Pacific Railroad Company

Dear Secretary Quinlan

Enclosed for filing please find the original and ten copies of a Joint Motion to
Modify the Procedural Schedule

An additional paper copy of this filing is also enclosed Please return a date-
stamped copy to our messenger

Thank you for your attention to this matter

Sincerely,

Michael L Rosenthal

Enclosure

cc Samuel M Sipe, Jr , Esq
Robert D Rosenberg. Esq

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



ARIZONA ELECTRIC POWER
COOPERATIVE, INC

Complainant,

v

BNSF RAILWAY COMPANY and

UNION PACIFIC RAILROAD
COMPANY,

Defendants

224665

Docket No 42113

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JOINT MOTION TO MODIFY THE PROCEDURAL SCHEDULE

The Defendants and the Complainant hereby request that the Board modify the procedural schedule for this proceeding to provide that a staff-supervised discovery conference, if necessary, should occur on April 24, 2009. In support of this request, the parties state as follows.

1 The Board's procedural schedule currently provides that a staff-supervised discovery conference is to occur, if necessary, on March 16, 2009.

2 The Complainant served its First Requests for Admissions, Interrogatories, and Requests for Production of Documents on February 19, 2009. The Defendants' responses and objections to these discovery requests are not due until March 23, 2009.


3 The Defendants have not served their first set of discovery requests on the Complainant, but they expect to do so by the end of this week, in which case the Complainant's responses and objections would not be due until April 13, 2009.

4 The parties will not know whether a staff-supervised discovery conference will be necessary by the date set forth in the procedural schedule for that conference because they will not even have responded to each other's discovery requests by March 16


5 Staff-supervised discovery conferences can play an important role in minimizing or resolving discovery disputes, to the benefit of the Board and the parties, and it would be a more efficient and productive use of the Board's and parties' resources if the parties are allowed the opportunity to respond to each other's discovery requests and to attempt to resolve any issues among themselves before they must decide whether a staff-supervised conference is necessary

WHEREFORE, the parties jointly request that the staff-supervised discovery conference be rescheduled to occur, if necessary, on April 24, 2009


Respectfully submitted.


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March 11, 2009